



Joseph Transportation Services, Inc.
a subsidiary of Joseph Transportation



18914-F

August 27, 2002

AUG 28 02

11-07 AM

VIA FEDERAL EXPRESS

SURFACE TRANSPORTATION BOARD

Mr. Vernon A. Williams
Surface Transportation Board
1925 K Street, N.W.
Washington, DC 20423-0001

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301 (a) are:

- 1.) One (1) original and one (1) copy of Release of Lien of Memorandum Of Options, Rights of First Refusal and Remarketing Rights dated July 9, 2002, a secondary document as defined in the Board's Rules for Recordation of Documents. The enclosed document relates to the Memorandum Of Options, Rights of First Refusal and Remarketing Rights which was previously filed with the Board under Recordation Number 18914-B. The names and addresses of the parties referenced in the enclosed document are:

Seller: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Buyer: Allfirst Bank
25 S. Charles St.
Baltimore, MD 21201

A description of the railroad equipment covered by the enclosed document is:
Twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive

Please file this agreement as a secondary document under Recordation Number 18914-F as it relates to documents previously filed with the Surface Transportation Board under Recordation Number 18914 through 18914-E. This filing is to appear in index as follows: Release of Lien of Memorandum Of Options, Rights of First Refusal and Remarketing Rights dated July 9, 2002 related to twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive.

Mr. Vernon A. Williams
August 27, 2002
Page Two

- 2.) One (1) original and one (1) copy of the Memorandum of Assignment and Assumption Agreement, dated July 12, 2002, a secondary document as defined in the Board's Rules for Recordation of Documents. The names and addresses of the parties referenced in the enclosed document are:

Assignor: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Assignee: Allfirst Bank
25 S. Charles St.
Baltimore, MD 21201

A description of the railroad equipment covered by the enclosed document is:
Twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive

Please file this agreement as a secondary document under Recordation Number 18914-G as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 18914 through 18914-F. This filing is to appear in index as follows: Memorandum of Assignment and Assumption Agreement, dated July 12, 2002 related to twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive.

- 3.) One (1) original and one (1) copy of the Memorandum of Options, Rights of First Refusal and Remarketing Rights, dated July 12, 2002, a secondary document as defined in the Board's Rules for Recordation of Documents. The names and addresses of the parties referenced in the enclosed document are:

Seller: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Buyer: Allfirst Bank
25 S. Charles St.
Baltimore, MD 21201

A description of the railroad equipment covered by the enclosed document is:
Twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive

Please file this agreement as a secondary document under Recordation Number 18914-H as it relates to documents previously filed with the Surface Transportation Board under Recordation Numbers 18914 through 18914-G. This filing is to appear in index as follows: Memorandum of Options, Rights of First Refusal and Remarketing Rights, dated July 12, 2002 related to twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive.

Mr. Vernon A. Williams
August 27, 2002
Page Three

- 4.) Two (2) certified copies of the Bill of Sale dated July 22, 2002, a secondary document as defined in the Board's Rules for Recordation of Documents. The names and addresses of the parties referenced in the enclosed document are:

Seller: Joseph Transportation Services, Inc.
300 Pike Street
Cincinnati, OH 45202

Buyer: Allfirst Bank
25 S. Charles St.
Baltimore, MD 21201

A description of the railroad equipment covered by the enclosed document is:
Twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive

Please file this agreement as a secondary document under Recordation Number 18914-I as it relates to documents previously filed with the Surface Transportation Board under Recordation Number 18914 through 18914-H. This filing is to appear in index as follows: Bill of Sale dated July 22, 2002 related to twenty-nine (29) railcars numbered DJJX 424-430, inclusive; and 432-453, inclusive.

Enclosed is a check in the amount of \$120.00, payable to the order of the Surface Transportation Board covering the required recordation fees for these documents.

Kindly return stamped copies of the enclosed document to me at the address listed below. Should you have any questions or need further information, please do not hesitate to contact me at (513) 929-4500 ext. 4239.

Sincerely,
Joseph Transportation Services, Inc.



Julie M. Woodard
Documentation Coordinator

Enclosures

CERTIFICATE

The undersigned, Julie M. Woodard, notary public in and for the County of Hamilton, State of Ohio, hereby certifies that the copies of the documents attached hereto have been compared with the originals and that the undersigned has found the copies to be complete and identical in all respects to the original documents.


Notary Public



JULIE M. WOODARD
Notary Public, State of Ohio
My Commission Expires Sept. 24, 2002

18914-F

AUG 26 '02

11:07 AM

RELEASE OF LIEN
OF
MEMORANDUM OF OPTIONS, RIGHTS OF FIRST REFUSAL AND REMARKETING RIGHTS

SURFACE TRANSPORTATION BOARD

This Release of Lien of Memorandum of Options, Rights of First Refusal and Remarketing Rights (the "Release") releases the lien created by that certain Memorandum of Options, Rights of First Refusal and Remarketing Rights dated as of June 26, 1997 (the "Memorandum"), bearing Surface Transportation Board ("STB") Recordation No. 18914-B dated July 14, 1997, between Allfirst Bank (f/k/a The First National Bank of Maryland) ("Buyer") and Joseph Transportation Services, Inc. (f/k/a DJJ Transportation Services, Inc.) ("Seller"), relating to 29 (originally 30) railcars as set forth on Exhibit A attached hereto (hereinafter, the "Equipment").

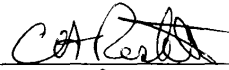
WHEREAS, Buyer is no longer the owner of the Equipment, and by such act, all interest of the Buyer, its successors and assigns, in the Equipment arising pursuant to the Memorandum has been terminated;

NOW, THEREFORE, in consideration of the premises contained herein and other good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Lessor submits the following:

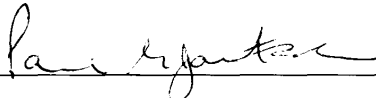
1. Buyer has sold the Equipment.
2. All interest of the Buyer and Seller, its successors and assigns, in the Equipment arising pursuant to the Memorandum has been terminated.
3. The Buyer and Seller hereby release any lien created by or arising out of the Memorandum.
4. This Release shall be recorded with the Surface Transportation Board so as to record the release of the lien against the Equipment constituted by the Memorandum.

IN WITNESS WHEREOF, the Buyer and Seller have caused this Release to be duly executed by its authorized officer as of the 9th day of July, 2002.

ALLFIRST BANK

By: 
Name: C.A. Pison
Title: Vice President

JOSEPH TRANSPORTATION SERVICES, INC.

By: 
Name: Paul G. Jantsch
Title: President

STATE OF MARYLAND)
)
) SS:
)
COUNTY OF ^{CITY} BALTIMORE)

The foregoing instrument was acknowledged before me this 22nd day of July, 2002, by CHRISTOPHER A. PISZAL, the Vice President of Allfirst Bank, a Maryland state-chartered banking corporation, on behalf of the corporation.

Henryka W. Gryn-Craig
Notary Public

My Commission expires: _____
HENRYKA W. GRYC CRAIG
NOTARY PUBLIC STATE OF MARYLAND
County of Baltimore
My Commission Expires September 20, 2005

STATE OF OHIO)
)
) SS:
)
COUNTY OF HAMILTON)

The foregoing instrument was acknowledged before me this 9th day of July, 2002, by Paul G. Jantsch, the President of Joseph Transportation Services, Inc., a Delaware corporation, on behalf of the corporation.

Linda M. Baughman
Notary Public

My Commission expires: _____



LINDA M. BAUGHMAN
Notary Public, State of Ohio
My Commission Expires July 22, 2002

EXHIBIT A

DESCRIPTION OF EQUIPMENT

CARS: Twenty-nine (29) railcars bearing reporting marks:

DJJX 424-430, inclusive
DJJX 432-453, inclusive